ORIGINAL

# **FORM D**

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

## FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR

14449	214
OMB APP	ROVAL
OMB Number:	
Expires: Augu	ıst 31.2008
Expires: Augu Estimated avera	ge burden
hours per respo	
SEC USE	ONLY
Drafiv	Carial

UNITORM LIMITED OFFERING EXEM	IFIION
Name of Offering ( check if this is an amendment and name has changed, and indicate change.)	SEG
Filing Under (Check box(es) that apply): Use Section 4(6) Type of Filing: New Filing Amendment	ULOE Mail Processing Section
A. BASIC IDENTIFICATION DATAPR	CESSED SEP ORZUNA
1. Enter the information requested about the issuer	
Name of Issuer ( check if this is an amendment and name has changed, and indicate change.)  SE UNIVERSAL INFOTAINMENT SYSTEMS CORPORATION	P 1 2 2008 Washington, DC
Address of Executive Offices (Number and Street, City, State, Zood )	50 Mp Ke Walmoer (Including Area Code)
25533 NORTH CARSON ST, CARSON CITY, NV 89706	1-888-281-9126
Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices)	Telephone Number (Including Area Code)
EAST WEST CORPORATE CENTER, 1771 DIEHL ROAD, SUITE 330, NAPERVILLE, IL. Brief Description of Business	414-630-6312
SELL UNS INFOTAINMENT SYSTEMS FOR USE IN PASSENGER, COMMERCIAL AND	GOVERNMENT AGENCY VEHICLES
Type of Business Organization	
✓ corporation ☐ limited partnership, already formed ☐ other (j  business trust ☐ limited partnership, to be formed	please specify):
Month Year  Actual or Estimated Date of Incorporation or Organization: 1014 018 Actual Esti  Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State  CN for Canada; FN for other foreign jurisdiction)	mated 08058741

#### GENERAL INSTRUCTIONS

#### Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

#### State

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

### - ATTENTION -

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice.

#### A, BASIC IDENTIFICATION DATA Enter the information requested for the following: Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer. Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and Each general and managing partner of partnership issuers. Check Box(es) that Apply: ✓ Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) **EMANUEL G. PAVLOPOULOS** Business or Residence Address (Number and Street, City, State, Zip Code) EAST WEST CORPORATE CENTER, 1771 DIEHL ROAD, SUITE 330, NAPERVILLE, IL 60563 Check Box(cs) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) JAMES CLARK BEATTIE Business or Residence Address (Number and Street, City, State, Zip Code) EAST WEST CORPORATE CENTER, 1771 DIEHL ROAD, SUITE 330, NAPERVILLE, IL 60563 Check Box(es) that Apply: Promoter Beneficial Owner Z Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) **NOUR LAWAND** Business or Residence Address (Number and Street, City, State, Zip Code) EAST WEST CORPORATE CENTER, 1771 DIEHL ROAD, SUITE 330, NAPERVILLE, IL 60563 Executive Officer Check Box(es) that Apply: Promoter Beneficial Owner ☐ Director General and/or Managing Partner Full Name (Last name first, if individual) **DIMITRIOUS IOANNIDIS** Business or Residence Address (Number and Street, City, State, Zip Code) EAST WEST CORPORATE CENTER, 1771 DIEHL ROAD, SUITE 330, NAPERVILLE, IL 60563 Beneficial Owner Executive Officer Director General and/or Check Box(cs) that Apply: Promoter Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: Beneficial Owner Executive Officer Director General and/or Promoter Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code)

Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?  Answer also in Appendix, Column 2, if filing under ULOE.  What is the minimum investment that will be accepted from any individual?	Yes 🔀						
2. What is the minimum investment that will be accepted from any individual?	12	No □					
		_					
	\$_ <del>500</del>	).00 					
3. Does the offering permit joint ownership of a single unit?	Yes <b>⋉</b>	No					
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any	<b>E</b> J						
commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering.							
or states, list the name of the broker of dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.							
Full Name (Last name first, if individual) N/A SELF - UNDERWRITTEN NO COMPENSATION PAID							
Business or Residence Address (Number and Street, City, State, Zip Code)							
Name of Associated Broker or Dealer	<del></del>	<del></del> -					
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers							
(Check "All States" or check individual States)	U VII	l States					
	HI	ID					
	MS OR	MO PA					
	WY	PR					
Full Name (Last name first, if individual)	<del></del> _						
Business or Residence Address (Number and Street, City, State, Zip Code)							
Name of Associated Broker or Dealer							
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers	<del></del>						
(Check "All States" or check individual States)							
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AL AK AZ AR CA CO CT DE DC FL GA							
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IL IN IA KS KY LA ME MD MA MI MN MT NE NV NH NJ NM NY NC ND OH OK RI SC SD TN TX UT VT VA WA WV WI Full Name (Last name first, if individual)	OR	PA					
IL IN IA KS KY LA ME MD MA MI MN MT NE NV NH NJ NM NY NC ND OH OK RI SC SD TN TX UT VT VA WA WV WI Full Name (Last name first, if individual)  Business or Residence Address (Number and Street, City, State, Zip Code)	OR	PA					
IIL IIN IA KS KY LA ME MD MA MI MN MI MN MT NE NV NH NJ NM NY NC ND OH OK RI SC SD TN TX UT VT VA WA WV WI Full Name (Last name first, if individual)  Business or Residence Address (Number and Street, City, State, Zip Code)  Name of Associated Broker or Dealer  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers	OR WY	PA					
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IL IN IA KS KY LA ME MD MA MI MN MI MN MT NE NV NH NJ NM NY NC ND OH OK RI SC SD TN TX UT VT VA WA WV WI Full Name (Last name first, if individual)  Business or Residence Address (Number and Street, City, State, Zip Code)  Name of Associated Broker or Dealer  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)  AL AK AZ AR CA CO CT DE DC FL GA IL IN IA KS KY LA ME MD MA MI MN	OR WY	PA PR					

# C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

	this box and indicate in the columns below the amounts of the securities offered for exchang already exchanged.	Aggregate	Amount Already
	Type of Security	Offering Price	Sold
	Debt	<b>\$</b> 0.00	\$_0.00
	Equity	\$ 100,000.00	\$ 19,000.00
	Common Preferred		
	Convertible Securities (including warrants)	<b>s</b> 0.00	\$
	Partnership Interests	\$ 0.00	\$
	Other (Specify)	\$ 0.00	\$
	Total	s 100,000.00	\$ 19,000.00
	Answer also in Appendix, Column 3, if filing under ULOE.		
2.	Enter the number of accredited and non-accredited investors who have purchased securities in offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, including the number of persons who have purchased securities and the aggregate dollar amount of purchases on the total lines. Enter "0" if answer is "none" or "zero."	dicate	Aggregate Dollar Amount of Purchases
	Accredited Investors	5	\$_12,000.00
	Non-accredited Investors	10	\$_7,000.00
	Total (for filings under Rule 504 only)	<u>0</u>	\$_7,000.00 \$_0.00
3.	Total (for filings under Rule 504 only)	urities to the	
3.	Total (for filings under Rule 504 only)	orities to the n 1.  Type of Security	
3.	Total (for filings under Rule 504 only)	orities to the n 1.  Type of Security N/A	Dollar Amount Sold  9 0.00
3.	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all secu sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior first sale of securities in this offering. Classify securities by type listed in Part C — Question  Type of Offering  Rule 505  Regulation A	Type of Security N/A N/A	Dollar Amount Sold  5 0.00  5 0.00
3.	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all secur sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior first sale of securities in this offering. Classify securities by type listed in Part C — Question Type of Offering  Rule 505	Type of Security N/A N/A	Dollar Amount Sold  \$ 0.00  \$ 0.00  \$ 0.00
3.	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all secu sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior first sale of securities in this offering. Classify securities by type listed in Part C — Question  Type of Offering  Rule 505  Regulation A	Type of Security N/A N/A N/A	Dollar Amount Sold  5 0.00  5 0.00
3.	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all secured sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior first sale of securities in this offering. Classify securities by type listed in Part C — Question  Type of Offering  Rule 505  Regulation A  Rule 504	Type of Security N/A N/A N/A N/A Surer.	Dollar Amount Sold  \$ 0.00  \$ 0.00  \$ 0.00  \$ 0.00
4	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all secusold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior first sale of securities in this offering. Classify securities by type listed in Part C — Question  Type of Offering  Rule 505  Regulation A  Rule 504  Total  a. Furnish a statement of all expenses in connection with the issuance and distribution of securities in this offering. Exclude amounts relating solely to organization expenses of the in The information may be given as subject to future contingencies. If the amount of an expendit	Type of Security N/A N/A N/A of the surer.	\$ 0.00  Dollar Amount Sold \$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00
4	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all secus sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior first sale of securities in this offering. Classify securities by type listed in Part C — Question  Type of Offering  Rule 505  Regulation A  Rule 504  Total  a. Furnish a statement of all expenses in connection with the issuance and distribution a securities in this offering. Exclude amounts relating solely to organization expenses of the in The information may be given as subject to future contingencies. If the amount of an expendit not known, furnish an estimate and check the box to the left of the estimate.	Type of Security N/A N/A N/A N/A N/A N/A N/A N/A	\$ 0.00  Dollar Amount Sold \$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00
<b>3</b> .	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all secus sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior first sale of securities in this offering. Classify securities by type listed in Part C — Question  Type of Offering  Rule 505  Regulation A  Total  a. Furnish a statement of all expenses in connection with the issuance and distribution as securities in this offering. Exclude amounts relating solely to organization expenses of the in The information may be given as subject to future contingencies. If the amount of an expendit not known, furnish an estimate and check the box to the left of the estimate.  Transfer Agent's Fees	Type of Security N/A  N/A  N/A  N/A  N/A  Of the surer. ture is	\$ 0.00  Dollar Amount Sold \$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00  15,000.00
3.	Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all secus sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior first sale of securities in this offering. Classify securities by type listed in Part C — Question  Type of Offering  Rule 505  Regulation A  Rule 504  Total  a. Furnish a statement of all expenses in connection with the issuance and distribution of securities in this offering. Exclude amounts relating solely to organization expenses of the in The information may be given as subject to future contingencies. If the amount of an expendit not known, furnish an estimate and check the box to the left of the estimate.  Transfer Agent's Fees  Printing and Engraving Costs	Type of Security N/A N/A N/A N/A  Of the surer.  Lure is	\$ 0.00  Dollar Amount Sold \$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00  1 5,000.00  1 15,000.00
<b>4</b>	Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all secus sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior first sale of securities in this offering. Classify securities by type listed in Part C — Question  Type of Offering Rule 505  Regulation A  Rule 504  Total  a. Furnish a statement of all expenses in connection with the issuance and distribution assecurities in this offering. Exclude amounts relating solely to organization expenses of the in The information may be given as subject to future contingencies. If the amount of an expendit not known, furnish an estimate and check the box to the left of the estimate.  Transfer Agent's Fees  Printing and Engraving Costs  Legal Fees	Type of Security N/A	\$ 0.00  Dollar Amount Sold \$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00 \$ 15,000.00 \$ 10,000.00 0.00
4	Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all secus sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior first sale of securities in this offering. Classify securities by type listed in Part C — Question  Type of Offering Rule 505  Regulation A  Rule 504  Total  a. Furnish a statement of all expenses in connection with the issuance and distribution a securities in this offering. Exclude amounts relating solely to organization expenses of the in The information may be given as subject to future contingencies. If the amount of an expendit not known, furnish an estimate and check the box to the left of the estimate.  Transfer Agent's Fees  Printing and Engraving Costs  Legal Fees  Accounting Fees	Type of Security N/A	Dollar Amount Sold \$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00 \$ 15,000.00 \$ 10,000.00 0.00 \$ 0.00
3.	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all secus sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior first sale of securities in this offering. Classify securities by type listed in Part C — Question  Type of Offering  Rule 505  Regulation A  Rule 504  Total  a. Furnish a statement of all expenses in connection with the issuance and distribution a securities in this offering. Exclude amounts relating solely to organization expenses of the in The information may be given as subject to future contingencies. If the amount of an expendit not known, furnish an estimate and check the box to the left of the estimate.  Transfer Agent's Fees  Printing and Engraving Costs  Legal Fees  Engineering Fees  Engineering Fees	Type of Security N/A	\$\frac{0.00}{0.00}\$  \$\frac{0.00}{0.00}\$  \$\frac{0.00}{0.00}\$  \$\frac{0.00}{0.00}\$  \$\frac{15,000.00}{0.00}\$  \$\frac{10,000.00}{0.00}\$  \$\frac{0.00}{0.00}\$

	and total expenses furnished in response to Part C — Question 4.a. This difference is the "adjusted gross proceeds to the issuer."		s 15,000.00
5.	Indicate below the amount of the adjusted gross proceed to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C — Question 4.b above.		·
		Payments to Officers,	
		Directors, & Affiliates	Payments to Others
	Salaries and fees	_s <i>0.00</i>	□\$ <u>0.00</u>
	Purchase of real estate	\$ <i>D.00</i>	□\$ <u>0.00</u>
	Purchase, rental or leasing and installation of machinery and equipment	□s <i>0.00</i>	□\$ <i>0.00</i>
	Construction or leasing of plant buildings and facilities	s <u>0.00</u>	□\$ <u>0.00</u>
	Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another	<b>^</b>	
	issuer pursuant to a merger)	_	□\$0.00
	Repayment of indebtedness		□ \$D <sub>4</sub> 00
	Working capital	78 <i>0.00</i>	. □\$ <i>15,000.0</i> 0 □\$ <i>0.0</i> 0
		□\$ <u>0.00</u>	□\$ <u>0.00</u>
	Column Totals	□\$ <i>0.00</i>	□\$ <u>15,000.</u> 00
	Total Payments Listed (column totals added)	□ s <u> </u>	5,000.00
	D. FEDERAL SIGNATURE		
			ile 505, the following

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

Issuer (Print or Type) UNIVESAL

NAME OF Signer (Print or Type)

Signature

S

- ATTENTION -

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

